

RESOLUTIONS

of the Ordinary General Meeting of Shareholders of OMV Petrom SA dated 03 August 2010

The Ordinary General Meeting of Shareholders of OMV Petrom SA, a company managed in a two-tier system, incorporated and operating under the laws of Romania, registered with the Bucharest Trade Registry Office under number J/40/8302/1997, sole registration code 1590082, registered office at 239 Calea Dorobanților, sector 1, Bucharest, Romania, with a subscribed and paid up share capital of RON 5,664,410,833.50 divided in 56,644,108,335 common, registered shares of stock with a nominal value of RON 0.1 each (hereinafter interchangeably referred to as the „**Company**” or “OMV Petrom”),

convened by the convening notice published in the Official Gazette of Romania, Part IV, no. [] of 02 July 2010 and in the following newspapers: “Bursa”, “Financiarul” and “Ziarul Financiar” of 02 July 2010,

in accordance with the provisions of Company Law no 31/1990, republished, Law no. 297/2004 on capital markets, NSC Regulation no. 1/2006 on issuers and trading of securities, NSC Regulation No. 6/2009 on the exercise of certain rights of shareholders in general shareholders meetings of the companies, and in accordance with the provisions of the Articles of Association of the Company,

held on 03 August 2010, 10:30 AM, at “D” conference room of the JW MARRIOTT Hotel, located in Bucharest, 90 Calea 13 Septembrie, Sector 5, at the first convening, in the presence of the shareholders representing [] % of the share capital and [] % of the total voting rights respectively, passed the following resolutions:

Resolution no. 1: With a total number of votes validly expressed by the Company’s shareholders present or represented in the meeting, representing _ shares of the Company’s share capital, namely _% of the Company’s share capital and _% of the voting rights of the shareholders present or represented at the meeting, out of which _ votes expressed “for”, _ votes expressed “against” and _ votes expressed “abstained” acknowledge the resignation from the position of member of the Supervisory Board of OMV Petrom of Mr. Helmut LANGANGER and appoints Mr. Jacobus Gerardus HUIJSKES, a Dutch citizen born on 05 March 1965 in Den Haag, Netherlands, domiciled in the city of 's-Gravenhage, Netherlands, as member of the Supervisory Board of OMV Petrom.

Resolution no. 2: With a total number of votes validly expressed by the Company’s shareholders present or represented in the meeting, representing _ shares of the Company’s share capital, namely _% of the Company’s share capital and _% of the voting rights of the shareholders present or represented at the meeting, out of which _ votes expressed “for”, _ votes expressed “against” and _ votes expressed “abstained” the date of **19 August 2010** is established as the “Registration Date” as per article 238 of Law no. 297/2004 - Capital Market Law, (i.e. the registration date of the shareholders who are receive dividends or to benefit of other rights and who are affected by the decisions of the

OGMS).

Resolution no. 3: With a total number of votes validly expressed by the Company's shareholders present or represented in the meeting, representing _ shares of the Company's share capital, namely _% of the Company's share capital and _% of the voting rights of the shareholders present or represented at the meeting, out of which _ votes expressed "for", _ votes expressed "against" and _ votes expressed "abstained", Mrs. Mariana Gheorghe, Chief Executive Officer of the Company, is empowered to sign in the name and on behalf of the shareholders the Resolutions of this OGMS and to carry out any and all of the formalities required by law for the registration, enforcement and for making valid against third parties the Resolutions passed by this OGMS. Mrs. Mariana Gheorghe is conferred upon the right to delegate her mandate with respect to performing the above-mentioned formalities to other persons.

These Resolutions are signed this day, 03 August 2010, at Bucharest, in 4 (four) originals.

Mariana Gheorghe

**President of Executive Board
OMV Petrom SA**

Secretar: